

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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IN RE:

Chapter 11

61 LEX & PARK RESTAURANT, INC.,

Case No.:

Debtor.
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**CORPORATE DIRECTORS RESOLUTION OF
61 LEX & PARK RESTAURANT, INC.
AUTHORIZING FILING OF A VOLUNTARY PETITION UNDER
TITLE 11, CHAPTER 11 OF THE UNITED STATES CODE**

At a special meeting of the directors of 61 LEX & PARK RESTAURANT, INC. a New York Corporation, held in New York, New York on July 1, 2010, at 9:00 a.m. in the forenoon.

The undersigned, constituting all of the directors of the corporation, do hereby waive notice of this special meeting of the directors of the corporation and upon motion duly made and seconded, adopt the following resolution, pursuant to Section 708 (B) of the New York Business Corporation Law.

RESOLVED that the corporation file a voluntary petition under Chapter 11 of the Bankruptcy Code; and it is further

RESOLVED that the President of the corporation be and he is authorized and directed, on behalf of the corporation, to prepare or cause to be prepared, and to file or cause to be filed, the corporation's petition under Chapter 11 of the Bankruptcy Code, and all necessary papers in connection therewith, in the United States Bankruptcy Court for the Southern District of New York and to prepare, and/or execute and/or to file any and all documents, schedules, statements, reports, or affidavits and to do any and all other acts, and to take any and all other steps in the

name of or on behalf of the corporation, which are necessary to appropriate to the proceedings herein contemplated and the proceedings relating to such filing; and it is further

RESOLVED that the president be and is hereby authorized to retain Lester & Associates, P.C. as counsel to represent the corporation in the above proceeding.

Dated: Garden City, New York
July 1, 2010



PAULO OLIVEIRA, PRESIDENT